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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In Re:

Chapter 11

FLOSS BAR, INC. *et al.*

Case No.: 22-11671

Debtor

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**DECLARATION OF RONEN YAIR IN SUPPORT OF
MOTION FOR ORDER PURSUANT TO BANKRUPTCY CODE SECTIONS 105(a) AND
363(b) AUTHORIZING THE PRIVATE SALE OF CERTAIN EQUIPMENT**

I, Ronen Yair, declare, certify, verify and/or state under penalty of perjury of the laws of the United States of America, pursuant to 28 U.S.C. §1746, as follows:

1. I am the Chief Operating Officer and General Counsel of Floss Bar, Inc. and Med Bar, LLC (collectively, “Debtors”).
2. I submit this declaration (the “Declaration”) in support of Debtor’s motion (“Motion”) for an order pursuant to sections 105(a) and 363(b) of title 11 of the United States Code (the “Bankruptcy Code”) and Federal Rules of Bankruptcy Procedure (“Bankruptcy Rule”) 2002, 6004, 6006, and 9014 approving the sale of certain equipment (“Equipment”) via private sale pursuant to the term sheet with Bristol Park Dental Associates PLLC (“Buyer”) attached to the Motion as Exhibit A (“Term Sheet”). I am familiar with the facts and circumstances as

recited herein. If called upon to testify, I could and would testify competently to the facts set forth herein.

3. Floss Bar, Inc. (“Floss Bar”) was established in 2017 as a mobile logistics business enabling dentists and hygienists to provide dental care at the workplaces of Floss Bar’s corporate clients as part of onsite wellness initiatives for their employees. Unfortunately, the Covid-19 pandemic negatively impacted Floss Bar’s operations. Floss Bar significantly scaled down its operations to all but one client and ultimately has been dormant since August 2022.

4. The Equipment that the Debtors propose to sell pursuant to this Motion is miscellaneous equipment that was used in Floss Bar’s business.

5. Prior to the bankruptcy filing, the Debtors posted most of Floss Bar’s equipment (including the Equipment) on sales websites such as Dentaltown and eBay. These two platforms are the two biggest sources for sale of used dental equipment. The Debtors did not receive any offers for the sale of the Equipment on either Dentaltown or eBay.

6. The Buyer is opening a new dental practice shortly and is interested in immediately purchasing the Equipment for \$55,000 in cash pursuant to the Term Sheet. The proposed sale is as is/ where is, and is only conditioned upon inspection by the Buyer.

7. The Buyer has no connections with the Debtors or any of their principals.

8. The Debtors negotiated the Term Sheet with the Buyer at arms length and in good faith.

9. The purchase price is 50% the manufacturer’s suggested retail price for the brand new equivalent equipment and is more than what equivalent used equipment is being sold for on eBay and/or Dentaltown. The Term Sheet offers the highest and best price the Debtors have seen with respect to the Equipment.

10. There are no auctioneer fees associated with the sale and the Debtors anticipate no expenses relating to the sale.

11. Further, because the Buyer is opening a new dental practice shortly, the Debtors believe the Buyer is eager to purchase the Equipment and will walk away from the sale if there is too much delay. Thus, the Debtors determined that they should sell the Equipment to the Buyer in advance of the upcoming May 23, 2023 hearing on confirmation of the Debtors' plan.

12. I believe there is therefore sound business reason for the Debtors to sell the Equipment to the Buyer.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: New York, New York
April 14, 2023

/s/ Ronen Yair
RONEN YAIR